

SSUI BOARD POLICIES

SSU

sheridan student union

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INTRODUCTION TO POLICY PACKAGE

Purpose of These Policies

These policies have been created and adopted by the Board to be used as a reference guide, a collection of rules and restrictions, and as a training document for new board members. This document is a guiding, binding set of policies that applies to the SSUI Board of Directors and the SSUI President.

Use of these Policies

All board members must be familiar with and review all of these policies because the board will usually need to refer to more than one of the attached policies. If you are not familiar with the policies, this document should be used for reference to guide your decisions and directives.

Once a year, these policies should be reviewed, amended, and approved, if needed.

Self-Governance and Board-Management

These policies are used by the SSUI Board of Directors to self-govern, and directors are expected to hold each other accountable to these policies. This applies to behaviour and performance as a director, and the guidelines and policies within the document are the rules by which the board must hold themselves accountable.

The board should regularly evaluate its own performance against these policies and should either correct their own performance and behaviour, or adjust the policies as needed to reflect the ever-changing environment of a student-led board of directors.

The policies, alongside the SSU Bylaws, are used to evaluate the performance of the SSU President each year. Additional consultation with SSU Management, including HR and the General Manager, should be conducted to ensure an accurate picture of the President's performance.

ENDS

These policies are the guiding principles and standards by which the SSU operates. These Ends shape what directives the board should give to the President, and by extension, the SSU. Directives that fall outside of these Ends should be very carefully considered as they may not align with the goals and objectives of the SSU.

These Ends should be reviewed and amended, as needed, at least once a year.

- 1. SSUI exists to improve the life of student at Sheridan college.**
- 2. SSUI aims to keep students engaged and involved by creating opportunities for personal growth, fostering a sense of community, building skills, facilitating social interactions, and ensuring student safety.**
- 3. SSUI will do its best to keep students informed and aware of issues on campus, both social and academic, as well as raise awareness for opportunities or issues related to student life, and sustainability on campus.**
- 4. SSUI should empower students so they feel in control, not exploited, their needs are met, they have pride, and they are heard.**

OVERVIEW OF THE SSUI

Vision

Empowering our student community to succeed in a changing world.

Mission Statement

Creating an exceptional student experience through student focused programs, services and advocacy.

Values

1. Creativity
Being innovative, imaginative, and original
2. Accountability
Demonstrating an understanding of who we represent and being responsible to their interest
3. Respect for Others
Embracing the unique needs and interests of our diverse student population
4. Engagement
Meaningful involvement and active participation

About Us

The Sheridan Student Union Incorporated (SSUI or SU) represents 25,000 full-time and part-time fee-paying students at Sheridan College Institute of Technology and Advanced Learning. Existing to safeguard and promote the welfare and interest of the student body, the SSUI enhances the student experience through passionate advocacy, memorable events and significant services. The organization is governed by an elected-student Board of Directors and managed by student Executive and professional staff that are dedicated to providing the best services for SSUI members.

Advocacy

Our student executives are available to help facilitate the academic and non-academic appeal process. Our student leaders also advocate on behalf of Sheridan students on college committees.

Events

We are dedicated to enhancing the lives of students outside of the classroom. Whether it is academic, social, cultural or otherwise, the SSUI has something for everyone to enjoy.

Services

We try to offer a wide range of services to support you both academically and outside of the college. The Health and Dental plan, and our Food First program are major services we offer, as well as a number of partnership opportunities that provide students with discounts to local stores and services. We are always looking to expand our services and provide more than just academic support to students.

Operations

The SSUI operates a student centre at each of Sheridan's campuses, which provides a variety of food options and spaces for you to grab something to eat, hang out with friends, or quietly study between classes. These student centres employ a number of students while they are enrolled at the school and offer lots of opportunity to get involved within the Sheridan community. We strive to be the largest student employer at Sheridan.

KEY SERVICES

Appeal Assistance

The SSU Executive team can guide students when dealing with final grade or academic decision appeals so as to help them better understand their situation, their options for resolving it, and the support and resources available. We cannot guarantee any appeal will be successful or approved, as we do not have any authority over academics at Sheridan.

Binding and Faxing

We provide basic printing services as well as some basic finishing services as well. Binding, laminating and faxing services are all offered to students.

Clubs*

Clubs are one of the biggest aspects of the SSU and we help facilitate and organize almost any club that a student wishes to create. We have developed our online Clubs Corner platform to better serve club members and make it easier for new students to join and participate. Joining or starting a club is one of the best ways to get involved around campus. The SSU provides guidance, financial and promotional support and meeting space for all clubs on campus.

Elections*

Elections are open to any student that meets the eligibility to run for our Board of Directors. We have representatives from each campus who are elected by their peers to serve as an overseeing body of our organization. Elections are held at least once a year to create a new board, with byelections taking place to fill any remaining seats.

Employment Opportunities

The SSU strives to be the largest student employer at Sheridan, and we have many exciting opportunities to get involved in the Sheridan Community and get paid while doing it. From organizing and promoting events, to creating a new tasty dish in our restaurants, to creating our branding materials and designing our marketing campaigns, students have many opportunities to make some money doing something they love while attending Sheridan. We know students' academics come first so we make sure our student positions are flexible enough to accommodate busy school schedules.

Empower Me

Empower Me is a telecommunication services that connects students with qualified counsellors, consultants and life coaches that are able to help with a variety of issues including depression, anxiety, substance abuse, disordered eating and much more. This service is available to all Sheridan students.

Equipment Loan

The equipment loan program provides students access to supplies they might need for their program including calculators, sketching supplies, safety glass etc. Students are able to sign out supplies for short term use.

Events*

The Student Union offers a variety of day and evening events to provide students with the opportunity to connect with other students, let loose, and relax after a hard day of studying. Some of the day time events include comedy shows, live performances, movie screenings, karaoke, speaker series, pool tournaments, clubs and association events and charity events. Night time events include pub nights, battle of the bands, concerts, open mic nights, dance showcases, movie screenings and celebrity guest appearances.

Food First

The SSU provides assistance to students who unexpectedly find themselves in need. This can be in the form of a grocery card, or any additional support that we might be able to offer. Students must apply through Ask an Advisor at Student Services so we can have an accurate picture of their need so we can provide as much support as possible. We also provide a food bank for students who are looking for a little support.

Donations to the food bank can be dropped off to the SSU offices or any one of the Food First donation bins located around each campus. Donation items may include, any valid (non-expired), non-perishable food or drink items.

Food Services*

At each of our campuses, we provide a variety of food options to keep you fed while working hard at Sheridan. We are always changing around our menus and looking for new ideas to accommodate different dietary restrictions. If you're on a budget, we also try to keep our options affordable so you don't have to break your student budget.

Graduation Photos

The SSU offers graduation portraits to all Sheridan students through Lassman Studios. For only \$15 students can have a sitting with a professional photographer and take up to 8 unique poses that can be viewed and ordered online. Photos are generally done on campus, however while access to campus is restricted, photos will be taken at off-site locations.

Legal Advice

The SSU provides free legal advice from our lawyer Bill Reid to all Sheridan students. Bill is able to advise on many areas of law and can create and notarize legal documents.

Here are a few of the areas our lawyer can assist you with:

- Landlord/tenant disputes
- Family Law and custody issues
- Employment Law
- Criminal Law
- Immigration

Our Legal Advisor will offer you as much advice and assistance as they can with respect to each situation but is unable to represent students in court.

Perks

The SSU partners with a variety of local business to provide exclusive discounts to the Sheridan community. Types of businesses include food services, fitness, retailers and entertainment.

Poster Approval

If you are looking to promote an event, get students aware of issues around campus, or are looking for others to join your club, the SSU provides assistance to students with all internal advertising. Students must fill out a posting policy form and have their posters approved before they can be hung around campus.

Safewalk

Safewalk is an after-hours buddy system that ensures students have company to walk around campus. Students are matched with a pair of SSU employees to walk them anywhere on Sheridan property.

SSU Health & Dental Plan

All domestic students are automatically enrolled in the SSU Health and Dental Plan (excluding continuing education students). The plan covers prescription drugs, dental, vision, healthcare practitioners (i.e., chiropractors, massage therapists etc.) and travel. Students can add their spouse or dependents to the plan for an additional fee. Students who are already covered by an equivalent health and dental plan can opt out of the StudentCare plan during the Change of Coverage period by providing proof of coverage.

Tax Service

Through partnership with local accounting firm Paragon Accounting and Financial Services, students are able to have their taxes electronically filed for only \$25. Students can schedule a virtual appointment directly with Paragon.

*** Indicates a service not managed by the SSU Services department.**

KEY PERSONNEL

Executive Team

SSU President

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SSU General Manager

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Executive Coordinator

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FINANCE - FUNDS AND RESERVES

SSUI Funds and Reserve Policies

The SSU holds a number of reserves for a variety of purposes as follows:

1. SSUI Operating Fund

1.1. The SSUI Board of Directors approves an annual budget estimating expenditures from the SSUI Operating Fund. The SSUI President and Treasurer are responsible to ensure that the total expenditures do not exceed the total annual, approved budget. In this regard, the President and Treasurer will provide updates to the SSUI Board on the year-to-date expenditures. The President and Treasurer will notify the SSUI Board of any extraordinary expenses that may cause the SSUI Operating Fund total annual budget to be changed.

1.2. Consists of:

- i SSU Cash - Scotiabank Accounts and Floats/Petty Cash funds - Funds held in SSU bank accounts to cover operating expenses.**
- ii Cash Trust - Student Experience Fund - The student fee collected to support the organization's operating expenses, initiatives, events and student activities.**
- iii Cash Trust - SSU General Operating Fund - Includes funds transferred from the SSU restricted funds or any other funds to recover for payments of invoices originally processed through SSU operating fund (Scotiabank) on behalf of the specific funds.**

2. Student Choice Initiative (SCI) Funds

2.1. Various “essential” and “non-essential” ancillary funds created during the SCI and post-SCI period. These are funds that were created to adhere to regulations set forth under the SCI launched by the Government of Ontario. The SCI doesn’t exist currently; however, we continue to draw these funds down to pay for expenditures that are consistent with the purposes for which they were collected.

2.2. Consists of:

- i Cash Trust - Building Operating Fund**
- ii Cash Trust - Health & Counselling Fund**
- iii Cash Trust - Academic Support Fund**
- iv Cash Trust - Campus Safety Fund**
- v Cash Trust - Student Life Fund**
- vi Cash Trust - Club Fund**
- vii Cash Trust - Food Bank Fund**
- viii Cash Trust - Student Life HST Fund**
- ix Cash Trust - Sheridan Life Radio Fund**

3. General Reserve

3.1. This is an unrestricted general reserve fund which is the result of previous operational surpluses.

3.2. Consists of:

- i Cash Trust - Consolidated General Reserve Fund (Pre-SCI)**
- ii Cash Trust - General Reserve (Post-SCI)**

4. Shuttle Bus Reserve

4.1. This is a pre-SCI fund that holds funds that were collected for shuttle-bus related purposes. The shuttle bus program was not permitted to continue past 2018-19, so these funds are held as legacy funds from that program.

4.2. Consists of:

- i Cash Trust - Shuttle Bus Reserve Fund - Shuttle Bus Reserve fund balance from pre-SCI era**

5. Student Centre Capital Reserve

5.1. The SSUI President and Treasurer can authorize expenditures from the SSUI Capital Fund up to \$25,000. From time to time, the SSUI President may authorize other officers, employees or agents of the corporation to approve expenditures from this fund within this limit. Purchase orders cannot be split to accommodate this limit. Capital expenses exceeding this amount must be approved by the SSUI Board of Directors.

5.2. Consists of:

- i Cash Trust - Capital fund - Supports the furnishing of student centre spaces and provide equipment and capital needs related to student centres at all three campuses.**
- ii Cash Trust - Capital Reserve Fund (Pre-SCI) - Capital fund balance from pre-SCI era**

6. Student Centre Building Reserve

6.1. All expenditures from the Student Centre Building Fund shall be approved by the Board of Directors. This may include the Board of Directors approving a lump-sum budget of which the President and Treasurer can authorize expenditures from this fund that are within the approved budget set by the Board of Directors.

6.2. Consists of:

- i Cash Trust - Building Fund - Supports bricks and mortar, HMC2A mortgage, future building upgrades and renovations in the student centers.**
- ii Cash Trust - Building Reserve Fund (Pre-SCI) - Building fund balance from the pre-SCI era.**

7. Health & Dental Plan Reserve

7.1. The SSUI Health & Dental Plan Fund shall be restricted for the purpose of providing a group health & dental plan to SSUI members. The President or Treasurer may authorize expenditures from this fund that are related to invoices for plan premiums. These expenditures are limited to the funds available, as collected by the college on behalf of the SSUI. This fund may not be accessed for any other purpose, unless authorized by the Board of Directors.

7.2. Consists of:

- i Cash Trust - Health & Dental Fund - payment of student health and dental plan premium.**
- ii Cash Trust - Health & Dental Reserve Fund (Pre-SCI) - Health & Dental fund balance from pre-SCI era.**

BOARD OF DIRECTORS - OVERVIEW

GENERAL PURPOSE

Role and Responsibilities

The board and its directors represent the SSU at the highest level and oversee all governance and substantial decisions within the SSUI organization. Each individual director is responsible for their part in the board, as a whole, but do not individually hold any authority within the SSUI. All directors are considered equal, even the chair of the board, and do not hold any higher position than anyone other director.

As an individual director, you will have a part in overseeing high-level operations, making crucial decisions for the business, and representing Sheridan students by helping shape the SSU and everything they do. Your mandate is to always have student interests in mind while discussing business at the board table and when making your decisions, regardless of your personal opinions on the matter. You are acting as a voice of the students and are responsible for ensuring that your voice is heard within the board and that you are responsibly advocating for the students.

You are expected to review all the documents that are presented to you, and conduct yourself in a professional manner while representing the SSU. Being well informed and knowledgeable on the subjects that are being discussed will help you to perform your duties more effectively as a director. As one of the top leaders within the organization, you have all resources available to you should you ever need more information, would like to review more specific aspects of a topic, or discuss details with a division within the SSU. You have every opportunity to be well informed and knowledgeable on a subject, but should that ever be the case, you should abstain from votes on which you do not feel sufficiently knowledgeable.

Relationship with the President

The President of the SSU is the top executive within the organization and manages the executive team to accomplish the ends of the company. They work with each department, manage the executive team, work with the college on a variety of projects, and represent the SSU in almost all things. They are the sole channel the board of directors has to creating mandates within the SSU, since the board cannot directly delegate tasks to any individual or direct specific departments within the organization. The President reports directly to the board, but is not a direct employee of the board and cannot be managed as such.

An individual director has no authority to manage or direct the President, including the chair of the board, and all directions given to the President must be done so as a binding motion and passed resolution by the board as a whole. Your role as a director is to ensure that the board's directions, motions, and resolutions are properly prescribed to the President and will allow the President to effectively oversee the organization and facilitate the ends of the company. The President will function independently to oversee and direct the SSU, while board resolutions will further direct them in managing the business of the organization. Directives should be given when needed and only to serve the ends of the organization as a whole, or to raise and enact new priorities based on students' voices and feedback.

Relationship with other SSU Staff

The SSU employs many fulltime and parttime staff, all of which are managed by their respective manager or the executive team of the organization, including the General Manager. You indirectly delegate tasks to each and every staff member within the organization by passing resolutions to proceed with items of business or to raise new priorities within the SSU. However, these are done through motions and resolutions and are carried out by the President as they determine most effective. You, both individually and as a board, may not direct or manage any individual within the organization and may not pass motions or resolutions to do so. Your connection to the SSU is only through the President and not through any other staff member.

You may reach out and request information from any staff member, may request their presence at a board meeting, or may connect with them for any other reason aside from telling them what to do in any way. Connecting with staff to further your knowledge about the SSU's operations, any item of business, or to become involved with their events and initiatives is highly encouraged as it will allow you to be more effective in your role as a director. Keep in mind that should you participate in an event or initiative, you do so under the leadership and management of those organizing said event or initiative. You should not interfere in any authoritative capacity.

INVOLVEMENT

Within The SSU

You are encouraged to be as involved as possible within the SSU and all its events and initiatives. As a representative and overseer of the organization, it only benefits you to be involved with as much as you can. This will not only give you a better perspective of the inner workings of the organization, but will also help you get more involved with the students that you represent. You can pick and choose what you would like to be involved with, and may recommend ideas for events and initiatives but may not direct the organization to carry out any specific event or initiative that does not directly relate to business of the board and the organization as a whole. Such events would be the AGM, SGM, Elections, Referendums, or other awareness campaigns for specific issues that affect the student body at large. These specific events and initiatives must be given to the President to carry out and be passed through resolution by the board.

With Student Advocacy

As one of the key representatives of the student body within the SSU, you are highly encouraged to reach out to students, or direct the President to collect feedback from students, to better inform you about what it is that students desire or need. Your personal opinions and feelings are a part of the whole and must not be considered above the desires of the rest of the student body. Without knowing what students want or need, you may be blindly directing the resources of the organization towards something that will not benefit students. Meeting and talking to students, attending events both through the college and the SSU, and encouraging students to reach out to you will help you perform your duties as a director and increase your effectiveness as a member of the SSU Board of Directors.

Representatives

Being a director of the SSU Board of Directors, you are expected to represent not only Sheridan's students but the SSU as well. You will have many opportunities to participate in events, speak a few words more formally at events, have your photo taken for marketing materials, be in promotional videos, and be a forward-facing promotor of events and initiatives within the SSU. These are optional opportunities, but you are encouraged to participate as much as you are comfortable. You were elected by students; they should see you performing your duties and see that they can have confidence in your role and you representing them within the organization. If you ever desire more of an opportunity to represent the SSU, students, or the board itself, know that the organization will do its best to accommodate and give you the platform you need.

COMMITTEES

Internal

Internal committees and teams are a rarity within the SSU, but not unheard of. They are usually created by the board to accomplish specific goals, or are created by a department within the SSU to coordinate and execute a task. The board is empowered to create any committee they determine to be of use to the organization, whether it be to explore an opportunity, collect more information, or coordinate the execution of a specific task or objective. They board may create these committees through resolutions, and may include any number of directors or staff members, as they see fit and are permitted. Other committees may arise that were not created by the board of directors, and directors may be encouraged to join. These are usually organized by the President, or other department managers, and are temporary in nature.

Should you join one of these committees, or any other committee, you hold no authority to direct the committee and are attending as equal to all other members within the committee. Sometimes the best way for you to perform your duties is to just listen to the discussions during committee meetings or give your opinions and comments only when necessary. Other times you may be a more active member of the committee and have the opportunity to facilitate or lead some event or initiative.

College Committees

Committees that are lead and organized by the college are separate from the SSU and you are simply representing the SSU, or sometimes you are only attending as a student and not a representative of the SSU. In either case, you are expected to conduct yourself in a professional manner, attend all meetings or give notice when that is not possible, and be an active and effective participant within that committee. These committees will often give you tasks to carry out outside of the committee, or material to review on your own time, and you are expected to do all these that are asked of you while you are a member of that committee. Just as you are expected to be prepared for all board meetings, so too are you expected to be prepared for all committee meetings that you attend.

***BOARD OF DIRECTORS – PRESIDENTIAL
MANAGEMENT POLICY***

PRESIDENTIAL MANAGEMENT

Board Connection

The board's sole official connection to the operational organization, its achievements, and conduct will be through a chief executive officer, titled the President.

Instructions and Directions

- 1. Only officially passed motions of the board are binding on the President.**
 - 1.1. Decisions or instructions of individual board members, officers, or committees are not binding on the President.**
 - 1.2. In the case of board members or committees requesting information or assistance without board authorization, the President can refuse such requests that require, in the President's opinion, a material amount of staff time or funds, or are disruptive.**
- 2. All authority and accountability of staff, as far as the board is concerned, is considered the authority and accountability of the President.**
 - 2.1. The board will never give instructions to persons who report directly or indirectly to the President.**
 - 2.2. The board will not evaluate, either formally or informally, any staff other than the President.**
 - 2.3. The board will view President performance as identical to organizational performance, so that organizational accomplishment of board-stated Ends and compliance with board-stated Executive Limitations will be viewed as successful President performance.**
- 3. The board will instruct the President through written policies that:**
 - 3.1. Prescribe the organizational Ends to be achieved;**
 - 3.2. Describe organizational situations and actions to be avoided (Executive Limitations);**
 - 3.3. Prescribe priorities to pursue; and**
 - 3.4. Allow the President to use any reasonable interpretation of these policies and directions.**

Limitations and Governance

- 1. Ends Policies:** The board will develop policies instructing the President to achieve certain results, for certain customers, at a certain worth or cost. These policies, called Ends, will be developed systematically from the broadest, most general level to more defined levels. All issues that are not ends issues as defined within the Ends Policies are means issues.
- 2. Executive Limitations Policies:** The board will develop policies and bylaws that limit the latitude that the President may exercise in choosing the organizational means. These limiting policies will describe those practices, activities, decisions and circumstances that would be unacceptable to the board even if they were to be effective. Policies will be developed systematically from the broadest, most general level to more defined levels. These policies are written as bylaws in the SSU Bylaws, Section 6.2. The board will never prescribe organizational means delegated to the President. Therefore, all means are considered pre-approved by the board unless explicitly prohibited in the Executive Limitations policies.
- 3. As long as the President uses any reasonable interpretation of the board's Ends and Executive Limitations policies, the President is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities. Such decisions of the President shall have full force and authority as if decided by the board.**
- 4. The board may change its Ends and Executive Limitations policies, thereby shifting the boundary between board and President domains. By so doing, the board changes the latitude of choice given to the President. But so long as any particular delegation (policy) is in place, the board and its members will respect and support the President's choices.**

Performance Evaluation

Systematic and rigorous monitoring of President job performance will be solely against the only expected President job products:

- 1. Organizational accomplishment of the board's Ends policies; and**
- 2. Organizational operation within the boundaries established in Executive Limitations policies.**

Conditions for Evaluation:

- 1. The evaluation must be completed by the board by December 31st every calendar year, and must be presented to the President by no later than January 31st of the following calendar year. Failure to present the evaluation will be treated as an assumption that the President is performing their duties to the satisfaction of the board based on all information known to them as of December 31st.**
- 2. Evaluation is to determine the degree to which board policies are being met and the effectiveness of the President in their role. Information that does not relate to this will not be considered as part of the evaluation.**
- 3. The board shall acquire information by the following methods to conduct the evaluation:**
 - 3.1. Interview the President;**

- 3.2. Meet with the General Manager, who will coordinate and relay feedback from other staff within the SSU, including the executive team, senior management, and college partners;
 - 3.3. Review organizational accomplishments, partnerships with the college and external groups, and completed or ongoing projects and initiatives; and
 - 3.4. Review auditor's statements and financial documents in regards to performance of the organization and leadership of the President.
4. In every case, the board will judge the reasonableness of the President's interpretations by the following:
 - 4.1. Objective judgment of all collected data and information using a reasonable interpretation of policies, bylaws, and organizational ends;
 - 4.2. Using a 'reasonable person' test rather than with interpretations favoured by board members or by the board as a whole; and
 - 4.3. Whether data demonstrates accomplishment.
5. The board will compile all collected data, information, and evaluations into a Performance Evaluation Report. This report should focus on areas of success, areas of concern, and give recommendations for improvement if required for each of the above listed conditions of evaluation. The report may be presented in any format the board deems appropriate, so long as all required portions of evaluation are clearly demonstrated. If assistance in creating a Performance Evaluation Report is required, the General Manager and Human Resources manager may be asked to assist and provide guidance.
6. Failure to conduct and complete a thorough evaluation using the above prescribed methods and guidelines may result in disciplinary measures, or may lead to disruption to the organization and a break in continuity within the organization and board.
7. At the discretion of the board, an additional evaluation may be determined necessary and the desire to conduct one must be communicated to the President during the presentation of the initial report. This secondary evaluation must be completed and presented within no more than three (3) months of the initial evaluation. This secondary report shall follow all guidelines outlined above.

Removal, Continuation, or Renewal of the President

Part of the evaluation process is determining if the President should be removed from office, continue in their role, or have their contract renewed for another term of office. These decisions are at the discretion of the board, but are based off of evaluations.

Removal from Office

- 1. The board may choose to remove the President from office at any time by way of a unanimous vote at a board meeting.**
- 2. Removal should be based on evaluation, or gross negligence of their duties as President. If the evaluation is exceedingly poor, or if they have grossly failed in their duties as President.**
- 3. Termination of the President's contract will follow policies, processes, and laws as outlined by the Human Resources Manager.**
- 4. Removal of a President should coincide with the appointment of an Interim-President, or the hiring of a replacement President, following the guidelines in Bylaw 6.9(a).**

Continuation in Their Role

- 1. The board needs to take no action to have the President remain in office.**
- 2. A President will automatically vacate their position at the end of their contract and therefore a replacement should be ready to take over at that time or a renewal be decided. Otherwise, the board risks a disruption in continuity of the position and the organization.**

Renewal

- 1. The board may choose to renew a President for a subsequent term of office instead of hiring a successor.**
- 2. The decision to renew a President should be tied to a positive evaluation and effectiveness within their role.**
- 3. The decision to renew the President must be announced no less than two months prior to the end of the President's contract. The new contract may be signed by the President at any time prior to the expiration of the original contract.**
- 4. A President may only be renewed one time, serving a total of two terms in office, or four years total.**

Remuneration of the President

The salary, benefits, and compensation of the President is aligned with the standards, policies, and procedures associated with all full-time staff within the organization. The position's salary may be reevaluated at any time if the board so chooses, but must follow the standard process of reevaluation that applies to all full-time staff. The additional conditions for remuneration of this position are outlined in Bylaw 6.2(m).

***BOARD OF DIRECTORS - GOVERNANCE
PROCESS POLICY***

BOARD GOVERNANCE

Purpose

The purpose of the board is to:

- 1. Represent the interests of the membership, defined as the full-time and part-time students at Sheridan College who attend day time classes. The board will proactively pursue student input, not waiting for input to be initiated by students.**
- 2. Determine the benefits that the SSUI will provide, keeping a long term, strategic perspective through careful consideration of the Ends policies and updating said policies as required.**
- 3. Monitor organizational operations to ensure that there is compliance with the Executive Limitations policies and that the Ends policies are being accomplished.**
- 4. Review the performance of the President to determine organizational performance, changes to President's remuneration, and renewal of President's contract.**

Governance

The board will govern lawfully, with an emphasis on:

- 1. Outward vision rather than an internal preoccupation,**
- 2. Encouragement of diversity in viewpoints,**
- 3. Strategic leadership more than administrative detail,**
- 4. Clear distinction of board and chief executive roles,**
- 5. Collective rather than individual decisions,**
- 6. Future rather than past or present, and**
- 7. Proactivity rather than reactivity.**

Process

The board of directors are a self-governing body and should behave as such. Along with the Board Policies as a whole, these guidelines pertain strictly to the board and its members:

- 1. The board will cultivate a sense of group responsibility. The board, not the staff, will be responsible for excellence in governing. The board will not use the expertise of individual members to substitute for the judgment of the board although the expertise of individual members should be used to enhance the understanding of the board as a body.**
- 2. The board will direct, and inspire the organization through the careful establishment of broad, written policies reflecting the board's values and perspectives. The board's major policy focus will be on the intended long-term effects outside the staff organization, not on the administrative or programmatic means of attaining those effects.**
- 3. The board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy-making principles, respect of roles, and ensuring continuance of governance capability. Although the board can change its governance process policies at any time, it will scrupulously observe those currently in force.**
- 4. Continual board development will include orientation of new members in the board's governance process and periodic board discussion of process improvement.**
- 5. The board will monitor and discuss the board's process and performance at each meeting. Self-monitoring will include comparison of board activity and discipline to policies in the Governance Process and Board-Management Delegation categories.**
- 6. The board will allow no officer, individual or committee of the board to hinder or be an excuse for not fulfilling group obligations.**

Outputs

Specific job outputs of the board, as an informed agent of the membership, are those that ensure appropriate organizational performance.

Accordingly, the board will provide:

1. Authoritative linkage between the operational organization and the students.
2. Written governing policies that realistically address the broadest level of all organizational decisions and situations.
 - 2.1. Ends: Organizational impacts, products, effects, benefits, outcomes, recipients, beneficiaries, impacted groups, and their relative worth in cost or priority.
 - 2.2. Executive Limitations: Constraints on executive authority which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
 - 2.3. Governance Process: Specification of how the board conceives, carries out and monitors its own task.
3. Assurance of successful organizational performance on Ends and Executive Limitations.

Conduct and Ethics

The board commits itself and its members to ethical, businesslike and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

1. Members must have loyalty to the membership, unconflicted by loyalties to staff, other organizations, and any personal interest.
2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - 2.1. There must be no self-dealing or business by a member with the organization. Members will annually disclose their involvements with other organizations, with vendors, or any associations that might be or might reasonably be seen as being a conflict.
 - 2.2. When the board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall withdraw without comment not only from the vote, but also from the deliberation.
 - 2.3. Board members will not use their positions to obtain employment in the organization for themselves, family members or close associates. A board member who applies for employment must first resign from the board.

- 3. Board members may not attempt to exercise individual authority over the organization.**
 - 3.1. Members' interaction with the President or with staff must recognize the lack of authority vested in individuals except when explicitly board-authorized.**
 - 3.2. Members' interaction with public, press or other entities must recognize the same limitation and the inability of any board member to speak for the board except explicitly stated board decisions.**
 - 3.3. Except for participation in board deliberation about whether the President has achieved any reasonable interpretation of board policy, members will not express individual judgments of performance of employees or the President.**
- 4. Members will respect the confidentiality appropriate to issues of a sensitive nature.**
- 5. Members will be properly prepared for board deliberation.**
- 6. Members will support the legitimacy and authority of the final determination of the board on any matter, irrespective of the members' personal position on the issue.**

Board Chairperson

The board chair, a specially empowered member of the board, assures the integrity of the board's process and, secondarily, represents the board to outside parties.

- 1. The assigned result of the board chair's job is that the board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.**
 - 1.1. Meeting discussion content will ordinarily only be those issues, which, according to board policy, clearly belong to the board to decide or to monitor.**
 - 1.2. Deliberation will be fair, open, and thorough, but also timely, orderly and kept to the point.**
 - 1.3. Information that is for neither monitoring performance nor board decisions will be avoided or minimized and always noted as such.**
- 2. The Board Chair is empowered to chair board meetings with all the commonly accepted power of that position (e.g., ruling, recognizing).**
- 3. The Board Chair has no authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas. Therefore, the Chief Governance Officer has no authority to supervise or direct the President.**
- 4. The Board Chair may represent the board to outside parties in announcing board-stated positions and in stating Board Chair decisions and interpretations within the areas delegated to him or her.**
 - 4.1. The Board Chair may delegate this authority, but will remain accountable for its use.**

Board Secretary

The board secretary is an officer of the board whose purpose is to ensure the integrity of the board's documents. Therefore, the secretary has the responsibility to ensure that the Board's documents accurately reflect the decisions of the Board and are provided to the Board in a timely manner.

The role of the Board Secretary is to:

- 1. Ensure that all board documents and filings are accurate and timely.**
 - 1.1. The Board's documents include: letters of incorporation, bylaws, board minutes, monitoring reports (including audit report and budget), and board attendance records.**
- 2. That updates of any and all documents will be distributed before each board meeting**
- 3. That Board Meeting minutes will be handled, with the following guidelines:**
 - 3.1. Minutes will be taken at all official board meetings;**
 - 3.2. Proceedings will be transcribed;**
 - 3.3. Minutes will be sent to the entire board for review and feedback;**
 - 3.4. Approved minutes will be signed by the Board Chair and Board Secretary;**
 - 3.5. Approved minutes will be sent to all board members for their records; and**
 - 3.6. Signed minutes will be placed in the official board file and available for the auditor's review.**
- 4. Assist the President in preparing for Board Meetings as needed.**
- 5. Complete other tasks as assigned by the President.**

The President will ensure that they regularly review and clarify their expectations (format, level of detail, timeliness, etc.) for the preparation of board documents (policies, minutes, etc.) and communicates this to the Board Secretary.

Board Training

Board members need to be oriented on processes, ongoing issues and delegations, and standard procedures of the Board of Directors. This will ensure they have the skills, knowledge, and tools available to them to effectively perform their duties as directors.

1. Board Training can only begin after members are officially registered as employees of the organization.
 - 1.1. This includes the full completion of all required forms, as requested by the Finance Senior Manager and Human Resources Senior Manager.
2. Board members elected through byelection must follow all policies outlined within this Board Training policy and are considered new members, regardless of having served a previous term on the board of directors.
3. Board Training is mandatory for new and returning members of the board. No exceptions.
4. Board Training and onboarding will be organized and carried out primarily by the President, with assistance, when possible, by the Board Chairperson and CRO.
 - 4.1. Other individuals within the organization may be requested by the President to carry out training modules or onboarding procedures.
5. Board Training consists of, but is not limited to:
 - 5.1. Thorough review of the Board of Directors Job Description, Board Honoraria and the expectations of each director;
 - 5.2. Detailed overview of the SSUI and its structure;
 - 5.3. Meeting with available SSUI management staff for an introduction and overview of each department within the SSU.
 - 5.4. Simple overview of all SSU Bylaws and Board Policies ensuring directors are familiar with the documents and have their own copy of each for their review and reference;
 - 5.5. The complete and thorough reading of “The Rules and Responsibilities of a Student Association and its Directors” by William A. Reid;
 - 5.6. Review of all relevant fees, funds, and reserves held and maintained by the SSUI;
 - 5.7. Brief overview of the College and SSUI Ancillary Fee Advisory Committee;
 - 5.8. Reading of the relevant and most important sections of Robert’s Rules of Order, as adopted by the SSUI Board of Directors. This must include a short practice session for each director to perform common actions that will occur during a meeting (e.g., making a motion, voting, etc.);
 - 5.9. Meeting with the Sheridan College Board Chairperson or Director, if possible, to further enforce the importance of the director’s position within the organization;

5.10. Other training as deemed necessary by the President, Board Chairperson, or CRO; and

5.11. The signing of the “SSUI Board of Directors Form of Declaration” by each director.

6. Additional restrictions and mandates can be found in the SSU Bylaws Section 5.9.

Board Committees

Board committees, when used, will be assigned to help the board do its job, to reinforce the wholeness of the board’s job and so as never to interfere with delegation from Board to President.

1. **Board committees are to help the board do its job, not to help or advise the staff. Committees ordinarily will assist the board by preparing policy alternatives and implications for board deliberation. In keeping with the board’s broader focus, board committees will normally not have direct dealings with current staff operations.**
2. **Board committees may not speak or act for the board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the President.**
3. **Board committees cannot exercise authority over staff. The President works for the full board, and will therefore not be required to obtain approval of a board committee before an executive action.**
4. **Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a board committee, which has helped the board create policy on some topic, will not be used to monitor organizational performance on that same subject. The board retains responsibility and authority to monitor organizational performance on the same subject.**
5. **Board committees shall report to the Board by submission of a written report with appropriate comments by the committee chair. Reports shall be submitted upon completion of their assigned tasks, unless otherwise directed.**
6. **A committee is a board committee only if its existence and charge come from the board, regardless of whether board members sit on the committee.**
7. **Unless otherwise stated, a board committee ceases to exist as soon as its task is complete.**
8. **Board committees will be used sparingly and ordinarily in an ad hoc capacity.**
9. **This policy does not apply to committees formed under the authority of the President.**

SSUI Audit & Finance Committee

This committee is deemed essential to operations of the organization and must exist, irrespective of direction or action by the board. This committee is to ensure that an audit is performed each fiscal year, and follows appropriate bylaws and policies. If the board of directors does not create this committee by June 30th within a fiscal year, the President holds the authority to assign members to this committee.

The detailed guidelines for this committee are outlined in Bylaw 7.5.

1. Tasks and Products:

- 1.1. Reviews all financial documents on behalf of the board, including quarterly reports, budgets, audit statements, and other fiscal documents;**
- 1.2. Presents findings of these reviews to the rest of the board to ensure anything unusual is noted and put on record;**
- 1.3. Ensure that the audit is carried out effectively, and that we are in compliance with the Executive Limitations Policy; and**
- 1.4. The audit is completed and presented to the board by no later than September 30th each year.**

2. Authority:

- 2.1. Ensure that the auditors are selected by April 30th each year, and the cost is no more than what is budgeted in the fiscal budget.**

3. Composition:

- 3.1. Membership shall consist of three directors, with no specific requirements per campus;**
- 3.2. The President, Treasurer, SSU Finance Team, and/or designate shall be available to provide advice or resources to this committee; and**
- 3.3. The auditor may be a guest at these meetings throughout the year.**

***THE RULES AND RESPONSIBILITIES OF A
STUDENT ASSOCIATION AND ITS
DIRECTORS***

By: William A. Reid

THE RULES AND RESPONSIBILITIES OF A STUDENT ASSOCIATION AND ITS DIRECTORS

- 1. The Legal Identity of a Student Association**
- 2. The Mandate of a Student Association**
- 3. The Mandate and Composition of the Board of Directors**
- 4. An Individual Director's Responsibilities**
- 5. A Director's Personal Liability**
- 6. Balancing the Roles in a Student Association**
- 7. The Student Association as a Serving Institution**

1. The Legal Identity of a Student Association

There are several different configurations in which people may carry on business or associate for a common purpose. In the case of post-secondary student associations, the most common and logical configurations are the corporation and the unincorporated organization. However, unincorporated student associations are often subsidiaries of other entities that are incorporated. Those corporations, in turn, are usually comprised of both students and members of the college or university administration.

The main difference between a corporation and the other configurations in which people carry on business or associate for a common purpose is that a corporation is a legal entity, distinct from the people who make it up. The other configurations achieve certain of the objectives of individuals who want to associate for a common purpose, such as enabling them to associate under a common name. However, the principal drawback to being unincorporated is that because of the lack of independent legal identity, the organization cannot own property or enter into contracts, its members are personally liable for its debts, and it may be taken less seriously than a corporation, since it could easily cease to exist at any time.

There are two main types of corporations in Canada, and two jurisdictions in which each may be incorporated. The first main type is the conventional business corporation, which is operated for profit and owned by shareholders who ultimately control it and receive that profit. The second type is generally not as well understood, but is the appropriate form for a post-secondary student association. This form is the corporation without share capital, commonly called not-for-profit corporation.

As its name suggests, a corporation without share capital does not have shares or shareholders. Its owners are technically referred to as its "members", and of course the members of a student association are typically its fee-paying student body. The reason a corporation without share capital is commonly referred to as a not-for-profit corporation is because its members are not allowed to profit from its operations. The corporation itself may make a profit, but that profit may only be applied toward the fulfillment of the corporation's objectives. The corporation's funds are distributed among its members only if it is dissolved. Naturally, this does not prohibit anyone, including a member, from receiving

reasonable compensation if employed by the corporation, or in exchange for providing goods or services to it.

With respect to jurisdiction of incorporation, there are two options available for any corporation, whether with or without share capital: the corporation may be incorporated in a province, or in the federal jurisdiction. The federal jurisdiction is usually the wiser choice if the corporation may eventually open offices in multiple provinces, or if it might amalgamate with a corporation incorporated federally or in another province. However, student associations would not normally have those aspirations.

Any other distinctions between federally and provincially incorporated not-for-profit corporations are minor, and the costs and timeframe involved in incorporating federally and incorporating provincially are similar. Accordingly, the majority of incorporated student associations in Canada are provincially-incorporated corporations without share capital.

2. The Mandate of a Student Association

In order to fulfill its intended purpose, a student association must fully appreciate what its purpose is. Generally, that purpose is to recognize and meet the needs of its student body as they pertain to student life. Perhaps the most obvious such need is the need for a common voice, both on and off campus. However, a student body has many other needs, including a broad array of individual needs that are an inherent element of the student experience and are within a student association's power to fulfill. If it is to fulfill these needs, a student association must not only operate effectively, but must also strive to maximize both its profile (how well known it is) and its image (how highly regarded it is.)

In contemplating its mandate, a student association should recognize how privileged it is to possess a strong and stable source of funding. Most not-for-profit organizations, including many that are well known, struggle to provide vital services on shoestring budgets. Even the ones that are well funded generally have to invest time, energy, and other resources on an ongoing basis in order to remain so, and even then, can never be certain what the future holds.

Obviously, student associations possess a tremendous opportunity. However, with opportunity comes responsibility, and that responsibility lies first and foremost with each student association's board of directors.

3. The Mandate and Composition of the Board of Directors

The board of directors of any organization is its governing mind, and is directly responsible for ensuring that the organization is operated in accordance with the law. This, in turn, is precisely why every corporation is required by law to have a board of directors, and most unincorporated organizations choose to have one, even if they call it something else. In the case of a corporation, the board is required to ensure that by-laws are implemented and that meetings, both of the board and of the members, are held on a regular basis. Again, it is not surprising that unincorporated organizations tend to voluntarily follow the same pattern.

It should be obvious that for a student association to fulfill its mandate, its operating mind must be that of students. It is common, and possibly beneficial, for student association boards to have representatives from alumni or the community. However, a student association should allow a representative of the college or university administration to sit on its board only to fulfill a specific and necessary function. Naturally, it is desirable for a student association to have as good a relationship as possible with the administration, but it must remember that it and the administration are accountable to different constituencies. Accordingly, the student association must require the administration to earn any influence it wants to have. By doing so, the student association will in turn earn the respect of the administration, although that respect may not always be expressed openly.

4. An Individual Director's Responsibilities

If a board of directors is to fulfill its mandate, the individual directors all have to know and fulfill their respective roles.

First and foremost, a director of any organization has what is called a fiduciary relationship to that organization, and owes it what is called a fiduciary duty. This duty is satisfied by consistently acting honestly, in good faith, and in the organization's best interests. In addition, the fulfillment of this duty requires that the director disclose any personal benefit that could result from something the board is considering – when the matter is first discussed by the board or, if the interest arises later, at the first meeting thereafter – and abstain from any vote with respect to it.

Each director is also required to exercise as much care, diligence and skill as might reasonably be expected considering the person's own education and experience. One of the ways this requirement is met within the context of student associations is by employing competent staff to fulfill certain functions and to provide advice to the board. However, the obligation still exists to supervise and monitor the staff; to read material received from staff, other board members and other pertinent sources; to attend board and committee meetings regularly; to ensure that minutes of these meetings are recorded and retained; and to give serious consideration to all issues that come before the board or any committees on which the director sits.

Individuals with special needs may appear to have greater difficulty fulfilling the obligations of being a director, however that alone should not disqualify them in anyone's estimation. Through appropriate accommodations, even directors who are significantly challenged in various areas can be fully capable of fulfilling the role, and frequently offer unique perspectives that are both beneficial to their boards, and vital to ensuring that their boards truly represent the full range of their organizations' memberships.

Above all, a director must recognize what the role of director is, and take it seriously. Any director who feels unable to fulfill the requirements should quit, rather than stay around and do a poor job. For that matter, a director who feels that a significant number of the other directors are not fulfilling those requirements should also quit, recognizing that if that's the case, the board as a whole is not going to fulfill its function properly. In each case, economic consequences may result from things not being done properly, and directors may be held personally liable, in some cases even directors who were not derelict

in their own duties.

5. A Director's Personal Liability

Any individual or organization may become financially liable to another, either by active wrongdoing or by failing to fulfill an explicit or implicit obligation, if another individual or organization suffers as a result. In the case of an unincorporated organization, directors, and even members, may be held personally liable for damages resulting from their own acts or acts undertaken on behalf of the organization.

The potential liability of the directors of a corporation is limited, but not non-existent. A corporate director may be held personally liable for unpaid employees' wages; for failure of the corporation to make required payments to the government; for violation of environmental, employment, harassment and discrimination, or health and safety standards set by law; and possibly for such things as defamation of character or breach of contract, if the director causes the corporation to engage in wrongful conduct, either deliberately or through negligence.

If a student association operates commercial enterprises, such as a restaurant, pub or store, additional areas for potential directors' liability exist. These additional risk areas include personal injury for accidents on the premises, or sometimes off the premises if the damages result from the student association having contributed to a patron's intoxication. Furthermore, involvement in such enterprises requires a student association to meet additional legal

requirements, such as obtaining a liquor license or vendor's permit, non-compliance with which can also give rise to liability on the part of directors.

Directors should also note that their liability does not end when they leave the board. Although they can usually only be held liable with respect to actions or events that took place while they were on the board, legal action arising from such an action or event may be brought well after a director who was involved has left office, and the fact that the director is no longer on the board is not a defense.

What might provide some measure of defense to a director, whether currently on the board or not, is evidence of having spoken against whatever act gave rise to the liability in question. A director is therefore wise to recognize the instances in which it would be prudent to document opposition to a particular course of action on the corporation's part. Where that course of action takes the form of a motion at a board meeting, the director should vote against the motion, or in appropriate cases abstain from voting, and ensure that the dissenting vote or abstention is noted in the meeting's minutes.

Corporations are permitted to indemnify directors (as well as officers and employees) with respect to liabilities incurred by them in the course of fulfilling their duties, provided that the corporation's members consent. An unincorporated organization could do likewise. However, indemnification in either case would be limited by the extent of the organization's available resources.

A corporation may take the further step of purchasing directors' liability insurance, which is particularly advisable in the case of corporations with minimal resources with which to indemnify directors.

Insurance companies are less willing to issue such insurance to unincorporated organizations. In either case, such insurance obviously provides better protection if it covers each director's liability after leaving the board as well as while in office.

However, even insurance should not be seen as a complete solution to all possible problems. One reason is that it is not always available – insurance companies have been known to turn down corporations that have encountered even a small number of legal issues in the past. Another reason is that whenever an actual claim arises, an insurance company carefully scrutinizes whether that claim falls within the specific wording of its insurance policy, and a third is that every insurance policy contains a limit as to the amount of liability that it will cover. However, perhaps the best reason not to consider insurance as the ultimate protection is related to the fact that it is not always available in the first place. Specifically, if the insurance is actually called into effect, the insurance company may pay the claim but promptly exercise its option to cancel the policy. In other words, even if directors' insurance is in place, one should at best count on using it only once.

Ultimately, there is no better protection than doing the job well. Although the risks described above are real, they can largely be avoided if a board and its individual directors ensure that the clear and manageable requirements described in the preceding section are met.

6. Balancing the Roles in a Student Association

Subject to its obligation to account to the membership, and subject to the law of course, the board of directors of any student association, whether incorporated or not, holds ultimate authority. However, directors do not hold that authority on an individual basis. Individual directors, and other subsets of the board, each hold only what authority the board, as a whole, delegates to them. The executive, for example, is theoretically empowered only to advise the board and in turn to carry out, or “execute”, the board's decisions when and to the extent that the board instructs it to do so. However, the means by which the

board may delegate authority include not only passing specific resolutions, but also initiating the passage of by-laws and generating policies and procedures that assign certain authority to other individuals or groups, so it may be by any of these means that the theoretical power of a body such as the executive becomes expanded.

Once the board has delegated specific authority, whether to executive members, individual directors, officers, employees or external parties, it should not allow the delegate's exercise of that authority to be interfered with. Even the full board should not interfere, unless it takes back what it has previously delegated, by one of the same means listed above.

This principle is easy to apply in organizations that employ a pure model of corporate management, in which the board of directors has virtually no involvement in day-to-day operations. It is harder to apply in student associations, because their student directors are typically also officers, and are quite rightly assigned specific aspects of the day-to-day work. However, it is beneficial for a board to understand the

pure model, to understand that it is departing from it and why, and to depart from it only to the extent that it considers optimal.

A board that attempts to micromanage the individuals to whom it has delegated responsibilities does greater harm than just demoralizing those individuals. It is also likely to neglect what a board should be doing, which is to take collective ownership of the role of long-term management and visioning. Typically, if a board fails to do this, no one else will do it, and the organization will begin to drift. However, what may be worse is that someone else, someone with no right to make long-term management and visioning decisions concerning the corporation, may co-opt this role. In the case of a student association, the likely candidates to behave this way are the administration and the government, both of which are usually very happy to make decisions affecting a student association and/or student body without input from the student association itself.

Finally, it is important for a student association to ensure that internal conflict is resolved internally, in a fair and expeditious manner. Public squabbles among the individuals who make up a student association can do great harm to the student association's image among its student body, in the eyes of the college or university administration, and among other student associations and outside organizations.

7.The Student Association as a Serving Institution

The highest objective a student association can achieve is to be an effective mechanism for a student body to serve the needs of individual students. However, the only way it can achieve that objective is if every- one involved with it shares a desire to serve others within the student association's particular governance structure.

Within a student association, the power that originates with the student body may be delegated through layers of authority that are essentially as follows:

BOARD

EXECUTIVE

SENIOR EMPLOYEE(S)

INDIVIDUAL EXECUTIVE AND BOARD MEMBERS AND OTHER STAFF

These layers of authority report upward, but each layer is there only because it is able to offer direction and accountability that the layers below it need in order to perform their roles. If the layers below did not require such direction and accountability, the layers above would not need to exist, and ideally would not exist.

One might visualize the "mechanism" of the student association as a series of concentric circles, with a core, being the student body as a whole, and the perimeter being individual students. In between are the layers of authority, moving outward from the core to the perimeter. The core seeks to serve the

perimeter, and so each layer is there only to support the achievement of that goal by serving the layers beyond it. In other words, the only reason anyone has a position in the student association is to serve those with less authority and ultimately the student body, as directed (and thereby served) by those with greater authority.

To truly understand this is very liberating. People whose primary motivation is to advance their own interests ultimately only create problems for themselves and for their organizations, and thereby increase everyone's exposure to liability. On the other hand, people who perform their own roles as well as they can and permit others to do the same are voluntarily accorded as much authority and respect as they need, and not only maximize the success of their organizations, but eventually achieve the greatest personal fulfillment as well. As an entire organization strives to develop a serving attitude, respect, goodwill, commitment and communication all come naturally. Fewer and fewer problems arise, and those that do are more easily resolved. The entire "mechanism" best performs its serving function – and with a minimum of liability.

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ROBERT'S RULES OF ORDERS

ROBERT'S RULES OF ORDER

Purpose of Robert's Rules

Following Robert's Rules of Order ensures that meetings are held fairly and orderly. It provides common rules and procedures for deliberation and debate in order to place the whole membership on the same footing and speaking the same language. The conduct of all business is controlled by the general will of the whole membership.

Commonly Used Rules

1. Point of Privilege

1.1. Pertains to noise, personal comfort etc.

1.2. You may only interrupt if it is necessary and with permission of the Chair.

2. Point of Information

2.1. Generally applies to information desire from the speaker: "I should like to ask the speaker a question."

3. Point of Order

3.1. Infraction of the rules, or improper etiquette in speaking.

3.2. Must be raised immediately after the error is made.

4. Main Motion

4.1. Brings new business (next item on the agenda) before the assembly.

5. Amend a Motion

5.1. Inserting or taking out words or paragraphs; or

5.2. Substituting whole paragraphs or resolutions.

6. Withdraw/Modify a motion

6.1. Applies only after question is stated.

6.2. Mover can accept an amendment without obtaining the floor.

7. Lay on the Table

7.1. Temporarily suspended further consideration/action on pending question.

7.2. May be made after a motion to close debate has carried or is pending.

7.3. It can only be held until the next meeting.

8. Quorum

8.1. 2/3rds majority of members are present.

8.2. If quorum is not reached, or is not met at any time during the meeting, the meeting may be delayed, postponed, or adjourned.

8.3. No official business (e.g., motions, resolutions, or discussions) may be conducted without quorum.

8.4. All business conducted without quorum must be ratified at a later meeting and is not binding until ratified.

8.5. Meeting minutes will still be recorded for all business conducted without quorum, and will be noted as such.

9. Proxy's

9.1. In the event that a member is not able to join the meeting, they may give their vote to another voting member.

9.2. There must be a valid reason why they are not able to attend the meeting.

9.3. They must inform the Chair before the meeting has been called to order.

Process and Procedure

These guidelines and outlines of common motions and actions taken during meetings are summarizations and simplifications of Robert's Rules. For a more exact detailing of the processes, procedures, and standards of meetings, refer to the newest edition of Robert's Rules of Order.

Procedure to Make a Motion

- 1. Member raises hand and stands after recognition from the presiding officer.**
- 2. The member gives their name and states the motion. e.g., "I move that we ____."**
- 3. Member may give a brief explanation for introducing the motion.**
- 4. Another member must second the motion to continue.**
- 5. Board Chairperson calls for discussion on this motion.**
- 6. The member who introduced the motion has the right to speak first. Members wishing to discuss the motion raise their hands and wait for recognition from the presiding officer before speaking, enabling everyone to share their opinions.**
- 7. Board Chairperson calls for a vote on the motion.**
- 8. Board Chairperson states results of vote and resulting action.**

Call the Question

Members may "Call the Question" to end discussion on the motion if discussion seems to be dragging on or becoming redundant; however, it is not acceptable to call the question in order to prevent someone from expressing their opinion or while someone is speaking.

- 1. Member raises hand and stands after recognition from the presiding officer.**
- 2. Member calls the question.**
- 3. Motion must be seconded (no discussion).**
- 4. All discussion stops once the motion is seconded.**
- 5. Board Chairperson calls for a vote, and states result of the vote and action taken.**
- 6. Motion requires 2/3rds majority vote to pass.**

Amend a Motion

During discussion, it may become apparent that an amendment (modification) to the original motion is necessary. Anyone may request to amend the original motion, but the proposed amendment must be related to the subject of the main motion.

- 1. Member raises hand and stands after recognition from the presiding officer.**
- 2. Member states the amendment (e.g., striking and/or adding words/phrases).**
- 3. Amendment must be seconded.**
- 4. Board Chairperson calls for discussion on the amendment.**
- 5. Board Chairperson calls for a vote on the amendment, and announces result.**
- 6. If the amendment passes, the motion on the floor is now the amended motion. If the amendment fails, the original motion remains on the floor.**

Referral to Committee

During discussion, it may become apparent that further information is needed prior to voting on a motion and/or further work is necessary to reword a motion, in which case, the motion may be referred to a committee. If the motion passes, the committee, if not existing, should be appointed immediately or as soon as possible. The committee should report findings at the next meeting, unless specified otherwise.

- 1. A member makes a motion to refer the motion to committee.**
- 2. Motion must be seconded.**
- 3. Board Chairperson calls for discussion.**
- 4. Board Chairperson calls for a vote, and states result of the vote and action taken.**

Tabling a Motion

Tabling a motion lays aside an item of business temporarily in order to attend other business. A tabled motion cannot be taken from the table until another item of business has been transacted since the tabling. If the tabled motion is not removed from the table by the end of the next meeting, the motion ceases to exist.

- 1. A member makes a motion to table the motion.**
- 2. Motion must be seconded (no discussion).**
- 3. Board Chairperson calls for a vote, and states result of the vote and action taken.**

Removing a Motion from the Table

A member may move to remove a motion from the table during the Unfinished Business part of the meeting once all agenda Unfinished Business items are addressed.

- 1. A member makes a motion to remove a motion from the table.**
- 2. Motion must be seconded.**

At this point, the motion has been removed from the table and discussion of the motion proceeds as if the motion had never been tabled in the first place.

- 3. Board Chairperson calls for discussion.**
- 4. Board Chairperson calls for a vote, and states result of the vote and action taken.**

Motion to Postpone

A member may move to delay action (voting) on a motion to a certain time, usually the next meeting. A postponed motion is considered unfinished business and automatically comes up for further consideration at the next meeting (or designated date).

- 1. A member makes a motion to postpone the motion to another date (usually the next meeting).**
- 2. Motion must be seconded.**
- 3. Board Chairperson calls for discussion.**
- 4. Board Chairperson calls for a vote, and states result of the vote and action taken.**

BOARD AGENDA

Typical Agenda Items

1. Call to Order

1.1. The Board Chairperson calls the meeting to order, stating the date and time.

2. Roll Call

2.1. The Board Secretary confirms the attendance of each member, and notes any absences.

2.2. The confirmation of attendance may be done through verbal confirmation with each member if the meeting is done by teleconference.

2.3. The Board Secretary confirms if quorum has been reached.

i If quorum has not been reached, the meeting may be delayed, postponed, or adjourned.

3. Opening Remarks

3.1. Remarks made by the Board Chairperson to commence the meeting.

4. Approval of the XXth Meeting Agenda

4.1. An open call by the Board Chairperson to amend the agenda by those present.

4.2. The Board Chairperson makes a motion to approve the meeting agenda, as presented.

4.3. Motion must be seconded.

4.4. The Board Chairperson calls for a vote, and states results of the vote.

5. Approval of the XXth Meeting Minutes

5.1. An open call by the Board Chairperson to amend the previous meeting's minutes.

5.2. The Board Chairperson makes a motion to approve the previous meeting minutes, as presented.

5.3. Motion must be seconded.

5.4. The Board Chairperson calls for a vote, and states results of the vote.

6. Declaration of Conflict of Interest

6.1. An open call by the Board Chairperson for anyone with a conflict of interest to say so at this time.

6.2. Member must state they have a conflict of interest, and for what agenda item there is a conflict.

7. Executive Updates

7.1. An update from the President, or other executive, to update the board on any relevant business, current organizational performance, and any issues that may have occurred since the last board meeting.

8. Items for Motion or Discussion

8.1. A series of items that require a resolution from the board, are to update the board on specific concerns or priorities, or are relevant items that the board needs to discuss.

9. New Business

9.1. An open call by the Board Chairperson to members in attendance asking if there is any new business for the board.

9.2. New business is considered anything not on the current agenda that requires board attention, discussion, motion, or resolution.

9.3. New business must be seconded before discussion or further motions may be conducted.

10. Adjournment

10.1. The Board Chairperson moves the motion to adjourn the meeting.

10.2. Motion must be seconded (no discussion).

10.3. The Board Chairperson calls for a vote, and states the results of the vote.

10.4. The Board Chairperson official adjourns the meeting.

10.5. Adjournment may be done without a motion by the Board Chairperson if quorum is not reached, or other circumstances prevent the attending members from voting on the motion.

Expectations of Directors

- 1. All members must be prepared for all meetings.**
- 2. They must bring all appropriate materials (Binders, notes, pens, etc.).**
- 3. Must read all materials sent to them prior to the meeting.**
- 4. Must be prepared with any changes to the minutes.**
- 5. Must be prepared to add any new business that they would like to bring to the council.**

JOB DESCRIPTIONS AND REFERENCE

BOARD OF DIRECTORS JOB DESCRIPTION

Position Description

Position: Board Director

Reports To: SSU Board of Directors

Last Updated: April 26th, 2021

Academic Requirement: Must be a full-time fee-paying student at Sheridan with a minimum 2.5 GPA

Term of Office: May 1st, 2021 to April 30th, 2022

Location: Mississauga, Oakville, or Brampton

Scope and Nature

The SSUI represents all full-time and day part-time fee-paying students at Sheridan College. The SSUI is responsible for safeguarding and promoting the welfare and interests of the membership of the student body of Sheridan, whether it is academic, intellectual, cultural, social, athletic or otherwise in accordance to individual needs.

Board of Directors

The SSUI Board of Directors is composed of 12 elected student members who represent the SSUI membership, consisting of approximately 23,000 full-time and day part-time students at Sheridan College. The Board is responsible for maintaining constant contact with the student population and bringing student feedback to Board level. From this, the Board will continue to develop a long-term strategic vision, and exercise good corporate governance. The SSUI Board will instruct the President through written policies that prescribe the organizational Ends to be achieved and the organizational situations and actions to be avoided (Executive Limitations).

The SSUI Board will self-govern through policies and will work together to implement disciplinary procedures, to which the group will be accountable to the students who have elected them. The SSUI Board shall choose a Chairperson, and Vice-Chairperson among themselves. These positions will have heightened responsibilities in ensuring policies and procedures are properly followed as it relates to Board Meetings, SSUI General Meetings and other important transactions of corporate business.

Directors are expected to attend all Board Meetings and should reasonably assume an 8 hour per month commitment on average. Exceptions to this may include representation work, such as community involvement and/or participation in clubs, as well as volunteering at various events as set out by the Board and Executive Team (mandatory) and SSUI Board Retreats (mandatory). Directors are also encouraged to be available two hours per week to meet with students.

Directors could be asked to sit a college committee as the student representative and are encouraged to be a member of student clubs, but cannot hold an executive position in any club.

Directors could be asked to attend convocation ceremonies as the student representative, participate in volunteer activities and communicate actively on the SSUI's SheridanLife Blog, as well as maintain their commitment to be the student voice by actively seeking feedback from students from a variety of programs across campus.

Qualifications

- **Detail-oriented with an eye for errors or inconsistencies;**
- **Creative thinker willing to create and enact new ideas and initiatives;**
- **Active listener and participator in discussions;**
- **Ability to objectively debate and discuss topics to which they may be opposed;**
- **Both a team player and an active leader;**
- **Friendly, personable and easily approachable;**
- **Willingness to try something and learn something new;**
- **Can responsibly handle confidential and sensitive information;**
- **Have a professional demeanor and attitude.**

Director Responsibilities

- **Maintain a presence on campus by making an effort to meet with students regularly;**
- **Volunteer at Student Union and college events (for example, orientation, new international student transition week, convocation, various events and ceremonies as requested by the President and the college);**
- **Attend meetings of the Board, which are to be held at least once per month;**
- **Be prepared for open and productive discussion at Board Meetings by reading and understanding all material provided beforehand;**
- **Always present themselves in an appropriate manner, which reflects the Student Union and Sheridan students at large in a positive manner;**
- **Must not speak on behalf of the Sheridan Student Union or the Sheridan Student Union Board of Directors without explicit written permission from the Board Chair and SSU President;**
- **Read and thoroughly understand “The Legal Responsibilities of a Board Member” by Bill Reid;**
- **Read and thoroughly understand the SSUI Bylaws;**
- **Read and thoroughly understand the SSUI Board of Directors Ends Policies.**

Board Responsibilities

- **Work with the group to establish a self-governing Board;**
- **Maintain accountability to students at all times;**
- **Represent student interests;**
- **Remain objective at all times;**
- **Proactively seek student input on subjects discussed at board meetings;**
- **Be responsible for making additions to meeting agendas to reflect the concerns of students at large;**
- **Encourage other students to get involved;**
- **Actively seek out input from students in areas of study different than the Director’s own;**
- **Respect that the SSU is inclusive of every student, regardless of age, race, gender, orientation, beliefs, or ability;**
- **Continue the development of a long-range strategic plans.**

BOARD CHAIRPERSON

Scope and Nature

The Chairperson of the Board is the representative of the board as a whole, but this doesn't mean they have any more or less authority than any other board member. The chairperson is expected to attend events and represent the board and the SSU at different events and by sitting on college committees. Their main responsibility is to organize and chair the meetings of the board through assisting in the creation of meeting agendas and working with the board secretary to ensure all information is readily available to each director. Their role is not to control the board meeting and the discussion, but to facilitate discussion between the directors and ensure that everyone is knowledgeable and can confidently vote on resolutions and motions.

They will work very closely with the SSU President, but not by directing or delegating tasks to them. The relationship between board chairperson and president is both as leader and follower. At times the chairperson will learn from the president, and other times the president will consult with the chairperson for direction from the board. The chairperson should not speak for the board, but will make sure the directions and resolutions from the board are both clear and direct enough for the president to interpret and act on. Think of the chairperson as the face and voice of the board, but not the whole body itself.

Successful Chairperson

A successful chair will neither direct or lead the board, but will empower them and help facilitate discussions and decisions. They will ensure that every member of the board feels equal to the others and that no voice goes unheard. The chair should remember that they are also a member of the board and are equal to all others; they hold no more authority or a higher position than any other member. For the board to function effectively, each and every member should have equal say and consideration for every item that comes to the board table.

While the board chair does create each agenda, they should not trim or structure the agenda into what they believe to be necessary or important, they should remain impartial and remember that the board, as a whole, will determine what is a priority or what is not worth pursuing. That being said, structuring agendas to allow for greater facilitation of discussions is encouraged and recommended. Making sure each agenda item has been allowed enough time for discussion, and keeping any underlying considerations in mind, will help the chairperson chair a meeting more effectively. Cutting discussions off when they are getting off track, but allowing additional time for productive conversations will keep the board on track and ensure every agenda item is properly discussed and considered.

Responsibilities

- **Represent the SSU Board of Directors during SSU events, and by sitting on college committees;**
- **Chair each meeting of the board;**
- **Host and facilitate all General Meetings, as required, throughout the year;**
- **Work with the SSU President to develop long-term board strategies;**
- **Create and maintain agendas for each board meeting;**
- **Ensure notes and meeting minutes are accurate and properly maintained;**
- **Work with the Board Secretary to ensure all documents are properly maintained and circulated to directors.**

Vice-Chairperson

The Vice-Chairperson of the board is elected by the board at the same time as the Chairperson and are tasked with performing all of the duties and responsibilities of the Chairperson when they are not available or in attendance of Board Meetings, General Meetings, or events and meetings that require board representation. They may work closely with the Chairperson to ensure they are capable of performing all duties and tasks when required. They may also wish to consult and collaborate with the Chairperson to assist them in performing their duties, but all responsibility and accountability will still fall on the Chairperson, unless they are not in attendance or are otherwise unavailable to perform their duties.

PRESIDENT JOB DESCRIPTION

Position Description

Position: SSU President

Last Updated: October 1st, 2021

Academic Requirement:

- **Must be a graduating/graduated fee-paying Sheridan student enrolled during the academic year prior to May 1st, maintained a minimum 2.5 cumulative GPA, and be graduated by the commencement of their term of authority as President.**

Campus: Trafalgar, Davis and HMC Campus

Hours: 37.5 hours per week for alumni OR 30 hours per week for graduating students (day and evening shifts required)

Term of Office: April 1st, 2020 to May 1st, 2022.

Term of Authority: May 1st, 2020 to April 30th, 2022.

Scope and Nature

The SSUI represents all fee-paying students at Sheridan College. The Mission of the SSU is to be a student led community enhancing the experience of our fellow students. This is achieved through participation as an active member of the Sheridan community, facilitating opportunities for student leadership, and the creation of strategic partnerships to improve the quality of life on campus.

The SSUI Board of Directors is looking for a mature, motivated individual to execute the duties of the President. The President will serve as the foremost voice of the student body. It is the responsibility of the President support the mission of the SSU and to ensure that they implement the strategic goals as established by the Board of Directors to the best of the ability of the administration. The President will be responsible to ensure that all relevant student issues are brought to the Board.

The successful candidate will have excellent leadership, problem solving, organizational, communication, customer service, and interpersonal skills, and possess a team player attitude. The candidate will be results-oriented with the ability to be flexible and work well under pressure, and have a strong understanding and commitment to confidentiality. It is important to note that this position covers a wide variety of responsibilities and should be ever changing and adaptive.

Qualifications and Responsibilities are not exhaustive.

Qualifications

- **Must be committed to full time hours based on standard operating hours and after-hours meetings;**
- **May be required to travel and to work outside of normal business hours;**
- **Deep understanding of informed advocacy;**
- **Demonstrated involvement in extracurricular activity at Sheridan;**
- **Must be able to work independently and as part of a team;**
- **Ability to think strategically, formulate and execute plans to meet the company goals;**
- **Willingness to objectively assess organizational priorities and goals, regardless of personal feelings;**
- **Confident, articulate, and professional speaking abilities;**
- **Detail-oriented writing skills with the ability to write professional documents and proposals;**
- **Exceptional leadership and problem-solving skills;**
- **Successful completion of background check.**

Responsibilities

- **Be the primary spokesperson for the Sheridan Student Union Inc.;**
- **Attend college and external events as the primary Student Union representative;**
- **Operate in accordance with the Vision, Values and Mission, as well as the bylaws and policies of the SSUI;**
- **Manage and organize the executive team through delegation of priorities and tasks, and consistent Executive Meetings;**
- **Regularly meet and communicate with the General Manager;**
- **Participate in regular Senior Management meetings with all Senior Managers and the General Manager;**
- **In conjunction with the General Manager and Finance Senior Manager, prepare and oversee the annual budget;**
- **Ensure that there is an SSUI representative for all Sheridan college councils & committees that require student representation;**
- **Be the primary advocate for all Sheridan students to the college administration;**
- **Be the primary advocate for Sheridan students in dealing with the municipal, provincial or federal governments when required;**
- **Ensure a reasonable level of communication with the student body on a regular basis;**

- **Provide leadership to the SSUI by overseeing the implementation of strategic objectives and goals of the organization;**
- **Communicate with the Board of Directors on a regular basis;**
- **Supervise, collaborate with and evaluate the GM, CRO, Executive Coordinator, and Vice-Presidents (VPs);**
- **Support the organization in planning activities such as retreats, strategic planning, etc.;**
- **Liaise and administer sponsorship requests from the college community;**
- **Develop an effective and appropriate continuity plan for the incoming President and Board of Directors;**
- **Ensure that the outgoing VPs provide an effective and appropriate continuity plan for the incoming VPs;**
- **Endeavour to distribute time between all campuses;**
- **Have a strong understanding of all SSUI services;**
- **Prepare for and attend all SSUI Board of Director meetings as an ex-officio member;**
- **Participate in relevant college and SSUI councils and committees;**
- **Be on-call for emergencies during evenings and weekends;**
- **Perform the duties of Vice-President(s) when circumstances require prompt action and the VP is not available;**
- **With the support of the General Manager and Human Resources Manager, be aware and provide direction when needed regarding HR related matters; and**
- **Other duties as assigned by the Board of Directors.**